

February 26, 2016

BY ECF AND HAND DELIVERY

The Honorable Shira A. Scheindlin
United States District Judge
Southern District of New York
500 Pearl Street
New York, NY 10007

Andrew I. Silfen

Managing Partner, New York
212.484.3903 DIRECT
212.484.3990 FAX
andrew.silfen@arentfox.com

Re: *BOKF, N.A. v. Caesars Entertainment Corporation*, Case No. 1:15-cv-01561-SAS (the “BOKF Action”); *UMB Bank, N.A. v. Caesars Entertainment Corporation*, Case No. 1:15-cv-04634-SAS (the “UMB Action,” and together with the *BOKF Action*, the “Actions”)

Dear Judge Scheindlin:

As you may have seen from CEC’s letter attaching the Illinois Bankruptcy Court’s order [BOKF ECF No. 134; UMB ECF No. 137] (the “Stay Order”), the Illinois Bankruptcy Court (the “Bankruptcy Court”) has enjoined BOKF “from pursuing the action styled *BOKF, N.A. v. Caesars Entm’t Corp.*, No. 15-cv-1561 (SAS) (S.D.N.Y.), until (a) 60 days after the examiner files his initial report in the bankruptcy case, or (b) May 9, 2016, whichever comes first. As to the remaining defendants, the motion is continued for further status. A separate scheduling order will be entered.” Stay Order at 1. As you may recall, UMB agreed before the Bankruptcy Court to abide by a stay order entered against BOKF, as noted in footnote 3 of the Stay Order. As such, UMB will treat the Stay Order as enjoining UMB from pursuing the action styled *UMB Bank, N.A., v. Caesars Entm’t Corp.*, No. 15-cv-4634 (SAS) (S.D.N.Y.) on the same terms.

There are several filings due today, including CEC’s replies in support of its motions *in limine* and Plaintiffs’ replies in support of their joint motions *in limine*, as well as motions to be filed (and an expert report to be served) next week. In addition, Plaintiffs’ revised Joint Pretrial Order (“JPTO”) is due to CEC today. In light of the Stay Order, Plaintiffs do not believe they can file their motion *in limine* reply briefs or serve their revised JPTO today, or file other documents due next week, without violating the Stay Order.

Plaintiffs and CEC conferred and agree that CEC also should not file its motion *in limine* replies today or file or serve other documents that may be due next week in the Actions, in order for the

Actions to remain at the same posture as they are currently unless and until the parties receive further direction from this Court and/or the Bankruptcy Court.¹

For the avoidance of doubt, this letter should not be construed as BOKF or UMB pursuing the Actions, but rather seeking guidance from the Court concerning upcoming deadlines in the Actions. In light of the hour, and the timing, counsel to BOKF, UMB, and CEC will jointly call Mr. Bloomfield shortly, to see whether guidance from the Court is available this afternoon.

Respectfully submitted,

ARENT FOX LLP

By: /s/ Andrew I. Silfen

Andrew I. Silfen, Esq.
Michael S. Cryan, Esq.
1675 Broadway
New York, NY 10019

Jackson D. Toof, Esq.
1717 K Street, NW
Washington, DC 20006
Attorneys for Plaintiff BOKF, N.A.

KATTEN MUCHIN ROSENMAN LLP

By: /s/ David A. Crichlow

Craig A. Barbarosh, Esq.
David A. Crichlow, Esq.
Karen B. Dine, Esq.
Rebecca Kinburn, Esq.
575 Madison Avenue
New York, New York 10022-2585
Attorneys for Plaintiff UMB Bank N.A.

cc: All Counsel of Record (*via ECF*)

¹ The expert report due next week is also due as part of the *MeehanCombs* Action. CEC will reach out to the MeehanCombs' plaintiffs to discuss timing of that report.